

**Burns
Philp**



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ABN 65 000 000 359

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82-1565

Company: OFFICE OF INTERNATIONAL CORPORATE FINANCE
Facsimile No: SECURITIES AND EXCHANGE COMMISSION, U.S.A.
From: 0011 1 202 942 9624
Date: HELEN GOLDING – Company Secretary
SUBJECT: 17 November 2003
No of Pages: 12g3-2(b) Exemption Number: 82-1565
5 pages (including cover sheet)

SUPPL

Goodman Finance Limited Eight Year Capital Notes

Please see copy of announcement released to the Australian Stock Exchange today.

Yours sincerely

HELEN GOLDING
Company Secretary/Group Legal Counsel

Attach:

PROCESSED

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FINANCIAL

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17 November 2003

Mr Graham Gates
Announcements Officer
Australian Stock Exchange Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Dear Mr Gates

Goodman Finance Limited Eight Year Capital Notes

I attach a copy of an announcement made to the New Zealand Exchange Limited today by a wholly owned subsidiary of the Company, Goodman Finance Limited, in relation to the first interest payment to original subscribers of the Eight Year Capital Notes.

The Eight Year Capital Notes are one of two series of NZ\$212,500,000 Capital Notes, which were issued by Goodman Finance Limited from 5 May 2003 to 27 June 2003.

Yours sincerely

HELEN GOLDING
Company Secretary

Encl.



GOODMAN FINANCE LIMITED

REGISTERED ADDRESS:
54 PONSONBY ROAD
PO BOX 3974
AUCKLAND 1
NEW ZEALAND

CONTACT DETAILS:
GPO BOX 543
SYDNEY NSW 2001
AUSTRALIA
TEL: +612 9259 1111
FAX: +612 9247 3272

17 November 2003

Market Information Services Section
New Zealand Exchange Limited
Level 9, ASB Bank Tower
2 Hunter Street
WELLINGTON
NEW ZEALAND

Goodman Finance Limited Eight Year Capital Notes

Please find attached a copy of a letter dated 17 November 2003 addressed to the subscribers of the Eight Year Capital Notes in Goodman Finance Limited, which was sent to them today in relation to the first payment of interest on the Eight Year Capital Notes.

The Eight Year Capital Notes are one of two series of NZ\$212,500,000 Capital Notes, which were issued by Goodman Finance Limited from 5 May 2003 to 27 June 2003.

Please also find attached Appendix 7 pursuant to Listing Rule 7.12.2. Note that there is no Record Date as the first interest payment is made to the original subscriber.

Yours faithfully

HELEN GOLDING
Company Secretary
Burns, Philp & Company Limited

Encl.



GOODMAN FINANCE LIMITED

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AUSTRALIA
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17 November 2003

Dear Subscriber

Goodman Finance Limited Eight Year Capital Notes

Enclosed is your interest payment/payment advice which reflects the first payment of interest to you as the original subscriber of Goodman Finance Limited Eight Year Capital Notes in accordance with the terms of their issue.

The Eight Year Capital Notes are one of two series of NZ\$212,500,000 Capital Notes, which were issued by Goodman Finance Limited from 5 May 2003 to 27 June 2003.

One series mature on the fifth anniversary of their issue date and bear interest at a rate of 9.75% (the Five Year Capital Notes) and the other series mature on the eighth anniversary of their issue date and bear interest at a rate of 9.95% (the Eight Year Capital Notes).

The first date for payment of interest on the Eight Year Capital Notes is 17 November 2003 (being the first business day after 15 November 2003).

Should you have any enquiries in relation to the payment of interest on the Goodman Finance Limited Eight Year Capital Notes please contact the Capital Notes Registrar:

Computershare Investor Services Limited
Level 2
159 Hurstmere Road
Takapuna, Auckland
(Private Bag 92-119, Auckland)
Telephone: +64 9 488 8777
Facsimile: +64 9 488 8787
Email: enquiry@computershare.co.nz
Website: www.computershare.co.nz

Changes to your address or bank account details should be submitted to the Capital Notes Registrar in writing and signed by all holders.

Yours faithfully

HELEN GOLDING
Company Secretary
Burns, Philp & Company Limited

Notice of event affecting securities

New Zealand Stock Exchange Listing Rule 7.12.2. For rights, Listing Rules 7.10.9 and 7.10.10.
For change to allotment, Listing Rule 7.12.1, a separate advice is required.

Number of pages including this one
(Please provide any other relevant
details on additional pages)

Full name of Issuer	GOODMAN FINANCE LIMITED		
Name of officer authorised to make this notice	HELEN GOLDING	Authority for event, e.g. Directors' resolution	Board resolution
Contact phone number	(612) 9259 1371	Contact fax number	(612) 9247 3272
		Date	17 / 11 / 2003
Nature of event Tick as appropriate	Bonus Issue <input type="checkbox"/>	If ticked, state whether: Taxable <input type="checkbox"/> / Non Taxable <input type="checkbox"/>	Conversion <input type="checkbox"/>
	Rights Issue non-renounceable <input type="checkbox"/>	Capital change <input type="checkbox"/>	Interest <input checked="" type="checkbox"/>
		Call <input type="checkbox"/>	Dividend <input type="checkbox"/>
		Interim <input type="checkbox"/>	Full Year <input type="checkbox"/>
			Special <input type="checkbox"/>
			Rights Issue Renounceable <input type="checkbox"/>

EXISTING securities affected by this

If more than one security is affected by the event, use a separate form.

Description of the class of securities	EIGHT YEAR CAPITAL NOTES	ISIN	NZGFLD 0002S8
			If unknown, contact NZX

Details of securities issued pursuant to this event

If more than one class of security is to be issued, use a separate form for each class.

Description of the class of securities	N/A	ISIN	N/A
			If unknown, contact NZX
Number of Securities to be issued following event	N/A	Minimum Entitlement	N/A
Conversion, Maturity, Call Payable or Exercise Date	N/A	Treatment of Fractions	N/A
Strike price per security for any issue in lieu or date Strike Price available.	N/A	Tick if <i>pari passu</i> <input type="checkbox"/> OR provide an explanation of the ranking	N/A
			Ratio, e.g. ① for ② <input type="checkbox"/> for <input type="checkbox"/>

Monies Associated with Event

Dividend payable, Call payable, Exercise price, Conversion price, Redemption price, Application money.

In dollars and cents	Amount per security	9.95% INTEREST RATE	Source of Payment	N/A
Currency	NZD	Supplementary dividend details - Listing Rule 7.12.7	Amount per security in dollars and cents	\$ N/A
Total monies	1,822,225.60	Date Payable	N/A	

Taxation

Amount per Security in Dollars and cents to six decimal places

In the case of a taxable bonus issue state strike price	N/A	Resident Withholding Tax	N/A	Credits (Give details)	\$ N/A
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Timing

(Refer Appendix 8 in the Listing Rules)

Record Date 5pm

For calculation of entitlements - must be the last business day of a week

N/A because first interest payment is to original subscribers

Application Date

Also, Call Payable, Dividend / Interest Payable, Exercise Date, Conversion Date. In the case of applications this must be the last business day of the week.

17/11/2003 - interest payable

Notice Date

Entitlement letters, call notices, conversion notices mailed

N/A

Allotment Date

For the issue of new securities. Must be within 5 business days of record date.

N/A

OFFICE USE ONLY

Ex Date:
Commence Quoting Rights:
Cease Quoting Rights 5pm:
Commence Quoting New Securities:
Cease Quoting Old Security 5pm:

Security Code:

Security Code:

